

Exhibit 154

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Page 1

1 IN THE UNITED STATES DISTRICT COURT
2 FOR THE SOUTHERN DISTRICT OF NEW YORK
3

4 NIKE, INC.,)
5 Plaintiff,)
6)
7 vs.) Case No.:
8 STOCKX LLC,) 1:22-cv-00983-VEC
9)
10)
11)
12)
13 HIGHLY CONFIDENTIAL - OUTSIDE ATTORNEYS' EYES ONLY
14 VIDEO-RECORDED 30(b)(6) DEPOSITION OF
15 HEATHER PAULSON
16 Portland, Oregon
17 Friday, January 6, 2023; 9:11 a.m.
18
19
20
21
22 REPORTED BY:
23 Victoria A. Guerrero, CSR, RPR, CRR
24 Job No. 5593361
25 Pages 1 through 291

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	Page 2		Page 4
1	IN THE UNITED STATES DISTRICT COURT	1	INDEX TO EXAMINATION
2	FOR THE SOUTHERN DISTRICT OF NEW YORK	2	WITNESS: HEATHER PAULSON
3		3	
4	NIKE, INC.,)	4	EXAMINATION: PAGE LINE
	Plaintiff,)		By Mr. Ford 9 9
5)	5	
)	6	***
6	vs.) Case No.:	7	
) 1:22-cv-00983-VEC	8	
7	STOCKX LLC,)	9	
	Defendant.)	10	
8	_____)	11	
9		12	
10		13	
11		14	
12		15	
13		16	
14		17	
15		18	
16	BE IT REMEMBERED that, pursuant to Federal	19	
17	Rules of Civil Procedure, the 30(b)(6) deposition of	20	
18	HEATHER PAULSON taken on behalf of the Defendant was	21	
19	taken before Victoria A. Guerrero, Certified	22	
20	Shorthand Reporter, Registered Diplomate Reporter,	23	
21	Registered Merit Reporter, and Certified Realtime	24	
22	Reporter, on Friday, January 6, 2023, commencing at	25	
23	the hour of 9:11 a.m., at Stoel Rives LLP, 760 SW		
24	Ninth Avenue, Suite 3000, in the City of Portland,		
25	County of Multnomah, State of Oregon.		
	Page 3		Page 5
1	APPEARANCES:	1	INDEX TO EXHIBITS
2		2	HEATHER PAULSON
3	FOR THE PLAINTIFF:	3	Nike vs. StockX
4	DLA PIPER LLP	4	Friday, January 6, 2023
	MARC MILLER	5	Victoria A. Guerrero, CSR, RPR, RMR, CRR
6	1251 Avenue of the Americas	6	
	New York, New York 10020		
7	6 P 212.335.4964 F 212.884.8464		
	marc.miller@dlapiper.com	7	MARKED DESCRIPTION PAGE LINE
			Exhibit 1 Notice of Deposition of Nike, 14 17
			Inc. (No Bates)
8		8	Exhibit 2 Plaintiff Nike, Inc.'s 15 1
			Objections and Responses to
		9	StockX LLC's Rule 30(b)(6)
		10	Deposition Notice (No Bates)
		11	Exhibit 3 email chain with attachment re 113 10
			██████████ NIKE0035610
9	FOR THE DEFENDANT:	13	Exhibit 4 Attachment to Exhibit 3, slide 113 13
10	DEBEVOISE & PLIMPTON LLP		deck titled █████ Feb 2019;
	CHRISTOPHER S. FORD		NIKE0035611 through 35650
11	919 Third Avenue	15	Exhibit 5 Email chain re StockX; 182 3
	New York, New York 10022		NIKE0037904 and 37905
12	csford@debevoise.com	16	
13		17	Exhibit 6 Email with attachment re 202 6
	DEBEVOISE & PLIMPTON LLP		██████████; NIKE0036668
14	KATE SABA	18	
	650 California Street		Exhibit 7 Attachment to Exhibit 6, Slide 202 9
15	San Francisco, California 94108		deck titled █████
	ksaba@debevoise.com	19	██████████ April 2019;
16			NIKE0036670 through 36733
17		21	
18	ALSO PRESENT:	Exhibit 8 Email chain with attachment re 230 1	
19	Kimberly Van Voorhis, Nike Assistant General Counsel		Pre-read: █████
20	Mick Irwin, Videographer		██████████ Brainstorm;
21		23	NIKE0037338
22		24	
23		25	(EXHIBITS CONTINUE NEXT PAGE.)
24			
25			

2 (Pages 2 - 5)

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	Page 78	Page 80
1		Q Do you know why he left the company?
2		A I don't.
3		Q When was the last time you spoke to
4		Mr. Steinfeld, if you recall?
5		A I don't recall. He sent me a good-bye
6		email, but I don't recall.
7		Q Do you know where he went after leaving
8		Nike?
9		A To a start-up.
10		Q Do you know the name?
11		A No.
12		Q And haven't spoken to him since the
13		good-bye email?
14		A No.
15		Q So why was it important -- sorry.
16		Withdrawn. Let me start that again.
17		
	Page 79	Page 81
1	MR. MILLER: Objection to form.	
2	THE WITNESS: [REDACTED]	
4	BY MR. FORD:	
5	Q That's fine. [REDACTED]	
22	Q And is Mr. Steinfeld still a Nike employee?	
23	A No.	
24	Q When did he leave the company?	
25	A I don't know.	

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<p style="text-align: right;">Page 86</p> <p>1 THE WITNESS: As such, the [REDACTED] team 2 moved on to something else. Different things. 3 BY MR. FORD: 4 Q When you say they moved on to something 5 else, did they move on to the same project under a 6 different name or the team scattered to different 7 unrelated projects? 8 MR. MILLER: Objection to form. 9 THE WITNESS: It was not the same project 10 under a different name and the team ended up in 11 different places. 12 BY MR. FORD: 13 Q Why did Nike shut down the [REDACTED] program? 14 MR. MILLER: Objection to form. 15 THE WITNESS: Actually, I don't have the 16 details on that. I don't know why we moved 17 away -- I don't know why we moved away from the 18 [REDACTED] program. 19 BY MR. FORD: 20 Q Do you know who would know? 21 A Isaiah. 22 Q Did Isaiah make the decision to shut down 23 the [REDACTED] program or was it a direction from someone 24 more senior in the company? 25 MR. MILLER: Objection to form.</p>	<p style="text-align: right;">Page 88</p> <p>1 [REDACTED] 5 BY MR. FORD: 6 Q Just for the record, what's Hannah's last 7 name? 8 A Jones. 9 Q And did Hannah report to Isaiah? 10 A No. She led all of Valiant across -- 11 across the entrepreneurs and residents. 12 Q I see. So was it vice versa, Isaiah 13 reported up to Hannah? 14 MR. MILLER: Objection to form. 15 THE WITNESS: Reported to someone up to 16 Hannah. 17 BY MR. FORD: 18 Q Is Hannah still with Nike? 19 A No. 20 Q Do you know when she left the company? 21 A No. 22 Q So other than Hannah, are you aware of 23 [REDACTED] 25 MR. MILLER: Objection to form.</p>
<p style="text-align: right;">Page 87</p> <p>1 THE WITNESS: I don't know. 2 BY MR. FORD: 3 Q Other than Isaiah, is there anyone who 4 might know why Nike moved away from the [REDACTED] 5 program? 6 MR. MILLER: Objection to form. 7 THE WITNESS: The Brand Protection team 8 might. 9 BY MR. FORD: 10 Q And that's Mr. Pallets' team, Joe Pallets' 11 team? 12 MR. MILLER: Objection to form. 13 THE WITNESS: I don't know. Probably. 14 He's on that team. 15 BY MR. FORD: 16 [REDACTED] 19 MR. MILLER: Objection to form. 20 THE WITNESS: "Need approval." The 21 Valiant team, when they're doing things that 22 aren't consumer-facing with the brand, is 23 generally empowered to move forward. They test 24 a lot of things. And they shut down a lot of 25 things or shift or rebrand a lot of things.</p>	<p style="text-align: right;">Page 89</p> <p>1 MR. FORD: Sorry. Let me rephrase the 2 question. 3 BY MR. FORD: 4 Q Do you know who within Nike gave approval 5 for Valiant Labs to [REDACTED] 7 A No. 8 Q Do you know who would know the answer to 9 that question? 10 MR. MILLER: Objection to form. 11 THE WITNESS: No. 12 BY MR. FORD: 13 Q [REDACTED] 14 which we'll get to, what did Valiant Labs do to 15 develop the [REDACTED] project? 16 MR. MILLER: Objection to form. 17 THE WITNESS: [REDACTED] 24 BY MR. FORD: 25 Q So take those in turn, what is the</p>

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<p style="text-align: right;">Page 286</p> <p>1 Q And when -- during what time periods did 2 you make those purchases on Farfetch? 3 A The past -- over the past three years, up 4 until I have something in my cart right now. 5 Q Okay. Why don't we take a break. I might 6 be done, but I want to just have a chance to talk. 7 You can go buy those shoes on Farfetch if you want. 8 THE VIDEOGRAPHER: Off the record. It's 9 5:00. 10 (Off the record.) 11 THE VIDEOGRAPHER: It's 5:13. We are back 12 on the record. 13 MR. FORD: Ms. Paulson, thank you for your 14 time today. I don't have any further questions 15 for you at the moment. 16 I do want to note for the record that we 17 have a few concerns about 30(b)(6) preparation 18 and document production based on Ms. Paulson's 19 testimony today which we'll raise with counsel. 20 And so we're not going to conclude the 21 deposition until those concerns are resolved. 22 But with that, I have nothing further today. 23 MR. MILLER: What are your concerns? Can 24 you articulate them? 25 MR. FORD: Sure. So Ms. Paulson testified</p>	<p style="text-align: right;">Page 288</p> <p>1 REPORTER'S CERTIFICATE 2 I, VICTORIA A. GUERRERO, Oregon Certified Shorthand 3 Reporter, Registered Diplomate Reporter, Registered Merit 4 Reporter, Certified Realtime Reporter, do hereby certify 5 that, pursuant to Federal Rules of Civil Procedure, HEATHER 6 PAULSON appeared before me at the time and place mentioned 7 in the caption herein; that the witness was, by me, first 8 duly sworn/affirmed under oath and examined upon oral 9 interrogatories propounded by counsel; 10 that said examination together with the testimony of 11 said witness was taken down by me in stenotype and 12 transcribed through computer-aided transcription; I further 13 certify that I am not a relative or employee of any attorney 14 of the parties, nor financially interested in the action; 15 and the foregoing transcript, pages 1 through 287, 16 review requested by the witness or a party, constitutes a 17 full, true, and correct record of such testimony adduced and 18 oral proceedings had and of the whole thereof. 19 WITNESS MY HAND AND DIGITAL SIGNATURE this Tuesday, 20 January 10, 2023. 21  22 23 Victoria A. Guerrero, CSR, RDR, RMR, CRR Oregon CSR No. 14-0428 (exp. 6-30-2023) 24 Washington CCR No. 3293 (exp. 3-15-2023) California CCR No. 8370 (exp. 3-15-2023) 25 Hawaii CSR No. 490 (exp. 12-31-2023)</p>
<p style="text-align: right;">Page 287</p> <p>1 repeatedly that there were aspects of 2 presentations that she was unable to explain 3 that were plainly within the scope of the 4 30(b)(6) topic. 5 She spoke to individuals who would have 6 had knowledge as to the content of those 7 presentations and did not get that knowledge 8 and information from those individuals in 9 advance of her deposition. 10 MR. MILLER: Well, I strongly disagree 11 with that. I think Ms. Paulson was well 12 prepared, spoke with the individuals at the 13 company that had the relevant information. 14 And if it's your position she couldn't 15 answer a single question about a single bullet 16 on a single slide, I think that's totally 17 unreasonable and not at all deficient, but I 18 suppose we'll take it up when you want to raise 19 it. We certainly consider this deposition to 20 be closed and we'll go from there. 21 MR. FORD: Okay. We're off the record. 22 THE VIDEOGRAPHER: Off the record at 23 5:15 p.m. 24 (Proceedings ended at 5:15 p.m.) 25 (Signature reserved.)</p>	<p style="text-align: right;">Page 289</p> <p>1 MARC MILLER 2 marc.miller@dlapiper.com 3 January 11, 2023 4 RE: Nike, Inc. v. Stockx LLC 5 1/6/2023, Heather Paulson (#5593361) 6 The above-referenced transcript is available for 7 review. 8 Within the applicable timeframe, the witness should 9 read the testimony to verify its accuracy. If there are 10 any changes, the witness should note those with the 11 reason, on the attached Errata Sheet. 12 The witness should sign the Acknowledgment of 13 Deponent and Errata and return to the deposing attorney. 14 Copies should be sent to all counsel, and to Veritext at 15 cs-ny@veritext.com. 16 17 Return completed errata within 30 days from 18 receipt of testimony. 19 If the witness fails to do so within the time 20 allotted, the transcript may be used as if signed. 21 22 Yours, 23 Veritext Legal Solutions 24 25</p>

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